

EXHIBIT 19

1 UNITED STATES DISTRICT COURT
2 FOR THE SOUTHERN DISTRICT OF NEW YORK

3 GOVERNMENT OF THE UNITED)
4 STATES VIRGIN ISLANDS)

5 Plaintiff,)

6 vs.)

1:22-cv-10904-JSR

7 JPMORGAN CHASE BANK, N.A.,)

8 Defendant/Third-)
9 Party Plaintiff.)

10 JPMORGAN CHASE BANK, N.A.)

11 Third-Party)
12 Plaintiff,)

13 vs.)

14 JAMES EDWARD STALEY,)

15 Third-Party)
16 Defendant.)

17 MONDAY, JULY 10, 2023

18 CONFIDENTIAL - PURSUANT TO PROTECTIVE ORDER

19 - - -

20 Videotaped deposition of Stephen M.
21 Cutler, held at the offices of Milbank LLP,
22 55 Hudson Yards, New York, New York,
23 commencing at 12:33 p.m. Eastern, on the
24 above date, before Carrie A. Campbell,
25 Registered Diplomate Reporter, Certified
Realtime Reporter, Illinois, California &
Texas Certified Shorthand Reporter, Missouri,
Kansas, Louisiana & New Jersey Certified
Court Reporter.

- - -

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1 proceeding, but I think it was enough to make
2 people feel that indeed Mr. Staley had
3 communicated with the media beyond what he
4 was authorized to do.

5 Q. Were there allegations of
6 improper conduct by Mr. Staley in connection
7 with the London Whale incident that were
8 unrelated to these unauthorized
9 communications?

10 A. I don't think so.

11 Q. Between 2007 and 2012, what was
12 your understanding of Mr. Staley's
13 relationship with Jeffrey Epstein?

14 A. My understanding at that time
15 was that he had a close business
16 relationship, that he was the primary
17 interface with Mr. Epstein among JPMorgan
18 personnel, that he liked Mr. Epstein, that he
19 trusted Mr. Epstein, and he thought highly of
20 Mr. Epstein.

21 Q. In your experience, did
22 Mr. Staley's views of Mr. Epstein evolve over
23 time between 2007 and 2012?

24 A. I don't remember that.

25 Q. To your knowledge, how did

1 Mr. Staley come to know Mr. Epstein?

2 A. I don't know.

3 Q. Do you know how long they had
4 known each other?

5 A. I believe they had known each
6 other since before I arrived at JPMorgan,
7 which was in 2007.

8 Q. Did you understand Mr. Staley
9 to be personal friends with Epstein?

10 A. I don't think I thought of them
11 as personal friends. I know that sometimes
12 the line between sort of client relationship
13 and personal relationship can get blurry at
14 times, and this one may have been one of
15 those relationships where that line was
16 blurry. But I really thought of them as
17 business colleagues, but close business
18 colleagues.

19 Q. Did you understand at the time
20 that that line may have been blurry?

21 A. I know that Mr. Staley had a
22 close business relationship, and that's how I
23 would have thought of it at the time.

24 Q. Did you understand Mr. Staley
25 to have a closer relationship with

1 Mr. Epstein than with other clients of the
2 bank?

3 A. I think so. Certainly he had a
4 closer relationship with Mr. Epstein than he
5 did with some other clients. I don't know
6 that his relationship -- I didn't know at the
7 time that his relationship with Mr. Epstein
8 was markedly different from other clients
9 with whom Mr. Staley had a close business
10 relationship.

11 Q. To your knowledge, did
12 Mr. Staley and Mr. Epstein socialize with one
13 another?

14 A. I don't think I knew one way or
15 another. I don't remember knowing.

16 Q. To your knowledge, did
17 Mr. Staley visit Mr. Epstein's house in
18 New York?

19 A. I think that occurred. I think
20 that there was enough of a close relationship
21 that Mr. Staley did visit Mr. Epstein, and I
22 believe I was aware of that at the time.
23 Yes.

24 Q. What was your understanding of
25 how many times he had visited Mr. Epstein's

1 house?

2 A. I don't think I had an
3 understanding of that.

4 Q. To your knowledge, did
5 Mr. Staley visit Epstein's property in the
6 Virgin Islands?

7 A. I don't remember.

8 Q. What about --

9 A. I now know that to be the case
10 from things that I've read, but I don't
11 remember whether I knew that at the time.

12 Q. What about his property in New
13 Mexico?

14 A. I would say no.

15 Q. You were not aware that he had
16 visited the property in New Mexico?

17 A. I don't think I knew there was
18 a property in New Mexico, and that's why I
19 think I can say I was unaware that he visited
20 it.

21 Q. In your experience, is it
22 unusual for JPMorgan bankers to meet with
23 clients outside of JPMorgan's offices?

24 A. I don't think it's -- I don't
25 think it's highly unusual.

1 Q. That was a fairly common
2 occurrence?

3 A. I wouldn't say that either. I
4 don't know that it was common, but I wouldn't
5 say it was rare either.

6 Q. It's not something that would
7 pique your attention?

8 A. I don't think so. I think for
9 close business relationships, there would be
10 socializing and, you know, business lunches
11 or dinners or entertainment outside of
12 JPMorgan's premises.

13 Q. You used the term "close
14 business relationship."

15 What do you mean by that?

16 A. I mean a business relationship
17 that was more than perfunctory or one in
18 which the JPMorgan person would call once a
19 quarter. I had the sense that it was closer
20 than that.

21 Q. Did you have the sense that
22 they were in daily communication?

23 A. No.

24 Q. Did you have the sense that
25 they were in weekly communication?

1 A. I don't think so. I don't
2 think I thought about frequency of
3 communication.

4 Q. What was your understanding of
5 Mr. Staley's position vis-à-vis the bank's
6 Epstein relationship?

7 A. I don't know what you mean.

8 Q. Who, to your understanding,
9 oversaw the Epstein relationship in the 2007
10 to 2011 time period?

11 A. Well, I think -- as I said
12 before, I think Mr. Staley was the primary
13 interface with Mr. Epstein. That was, from
14 my perspective, consistent throughout the
15 time that I was -- had any involvement in the
16 Epstein account. But there would be others
17 at the firm that were also a part of the
18 relationship between JPMorgan and
19 Mr. Epstein.

20 Q. Who were those others?

21 A. Mary Erdoes. I can't remember
22 who the heads of the private bank would have
23 been when Ms. Erdoes acceded to the head of
24 asset management, but whoever those people
25 were.

1 my impression at the time was, I don't think
2 Mr. Staley cared much about whether my
3 position was independent or not independent.
4 He just wanted me to come out to the same
5 conclusion that Mr. Staley was expressing to
6 me, that Mr. Epstein should remain a client
7 of the firm.

8 Q. But Mr. Staley never did
9 anything to prevent you from formulating your
10 own independent judgment about Epstein,
11 correct?

12 A. Not that I was aware of.
13 Did he tell me everything he
14 knew? I don't know. That's part of what
15 this lawsuit is about, I suspect.

16 But was I aware that Mr. Staley
17 was throwing roadblocks in my way? I was
18 not.

19 Q. Mr. Staley never encouraged you
20 not to review information relating to
21 Mr. Epstein's accounts, correct?

22 MR. GAIL: Objection.

23 THE WITNESS: I don't remember
24 that.

25

1 not trying to -- I'm just trying to
2 understand the distinction.

3 MR. GAIL: It was young.

4 MR. WARREN: Let me --

5 MR. EDELMAN: Why don't you ask
6 a new question.

7 MR. WARREN: Thank you.

8 QUESTIONS BY MR. WARREN:

9 Q. You would have expected
10 Mr. Staley to tell you if he saw young women
11 at Epstein's properties?

12 A. I would have. I would have
13 expected Mr. Staley to tell me about any
14 activity that in light of Mr. Epstein's
15 conviction might have cast doubt on whether
16 there were continuing issues of concern.

17 Q. And the presence of young women
18 in Mr. Epstein's -- at Mr. Epstein's
19 properties is one of those things you would
20 have expected him to tell you?

21 A. It might depend on a bunch of
22 other circumstances as well. And, for
23 example, what were those women doing, and
24 what interaction did Mr. Staley have with
25 them, and what interactions did Mr. Staley

1 A. Not that I can recall.

2 Q. Did you have any conversations
3 with Mr. Staley about Mr. Epstein in 2010?

4 A. No.

5 Q. Did you have any conversations
6 with anyone at JPMorgan about Mr. Epstein in
7 those two years?

8 A. I'm trying to remember the
9 timeline. He was convicted or pled guilty in
10 2008. I don't believe I had conversations
11 with people at JPMorgan about Mr. Epstein in
12 2009 and 2010. I think -- I think it wasn't
13 until 2011 that I had discussions about
14 Mr. Epstein.

15 Q. And the 2011 discussions arose
16 when Mr. Langford brought the issue to your
17 attention?

18 A. That's how I remember it.

19 Q. What happened when Mr. Langford
20 brought the Epstein relationship to your
21 attention in 2011?

22 A. What I remember is Mr. Langford
23 raising the issue about Mr. Epstein and the
24 press surrounding Mr. Epstein. I think
25 Mr. Langford also talked about the

1 anti-trafficking initiative.

2 I also remember at the same
3 time talking to Mr. Staley, and I think it
4 was following Mr. Langford raising the issue
5 with me. I think Mr. Staley, passing along a
6 request of Mr. Epstein's, asked that we
7 contact Mr. Epstein's lawyer.

8 As I recall it, Mr. Staley
9 thought that the lawyer would vouch for
10 Mr. Epstein in some way, and maybe it was to
11 speak to the question of whether there was,
12 in fact, an ongoing investigation.

13 I do remember Mr. Staley asking
14 me to reach out to the lawyer for
15 Mr. Epstein.

16 Q. And your understanding was that
17 he was doing that at the request of
18 Mr. Epstein?

19 A. That's how I understood it.

20 Q. Did Mr. Staley add his own
21 comments or thoughts at the time, or was he
22 merely conveying the request of Mr. Epstein?

23 A. I think at this time and
24 subsequently Mr. Staley made clear that, you
25 know, Mr. Epstein had turned a page, he

1 had -- and these are words that Mr. Staley
2 used -- had paid his debt to society and that
3 we ought to be continuing to bank Mr. Epstein
4 at JPMorgan.

5 Q. You recall Mr. Staley using
6 those words in 2011?

7 A. The -- I definitively remember
8 the words "he paid his debt to society."
9 You know, do I remember the
10 other words precisely coming out of
11 Mr. Staley's mouth that way? No, but those
12 words I remember.

13 Q. But do you remember him using
14 those words generally, or you remember him
15 using them specifically in 2011?

16 A. I believe it was in 2011.

17 Q. Had he expressed a similar
18 sentiment in 2008?

19 A. Well, in 2008, I don't think
20 the debt was paid, if you will. I don't
21 think Mr. Epstein had served a sentence.

22 But in 2011, he had served a
23 sentence and, as I remember it, Mr. Staley
24 used those words.

25 (Cutler Exhibit TX38 marked for

1 talked to Mr. Epstein's lawyers.

2 I can't remember what other
3 information was in the mix, but I think at
4 that point in time my view was there was too
5 much reputation risk associated with
6 Mr. Epstein.

7 Q. Was your assessment of the
8 Epstein relationship based entirely on
9 reputation risk or did you also evaluate
10 legal risk and compliance risk?

11 A. I don't remember legal risk or
12 compliance risk being presented to me as the
13 issue here; that the issue was one of
14 reputation. And that's how it was framed for
15 me.

16 Q. When you arrived at the view
17 that the bank should off-board Mr. Epstein,
18 who did you communicate that to?

19 A. I remember communicating it to
20 Mr. Staley. I believe I communicated it to
21 Mr. Langford and Mr. Schwartz and potentially
22 to Ms. Shenker. I don't recall communicating
23 it to others.

24 Q. What did Mr. Staley say when
25 you communicated that view?

1 Steve is looking for the relationship to be
2 terminated, so I'm going to back out."

3 Do you see that?

4 A. I do.

5 Q. And Ms. Shenker responds, "Is
6 Jes going to talk to Mary to execute the
7 termination?"

8 Do you see that?

9 A. I do.

10 Q. And then Mr. Schwartz responds,
11 "I don't think he has any plans to do so. He
12 understands that Steve is quite firm on the
13 subject and is stepping back and letting
14 AM/PB handle it as it sees fit."

15 Do you see that?

16 A. I do.

17 Q. Who do you understand AM to
18 reference in that e-mail?

19 A. Asset management.

20 Q. Do you recall that in April
21 of 2011 that Mr. Staley did, in fact, step
22 back from the Epstein relationship?

23 A. I don't recall that.

24 Q. You don't recall it one way or
25 the other?

1 A. I don't remember a point in
2 time in which I had any involvement in
3 Epstein in which Jes Staley was not involved.

4 Q. Was there a point --

5 A. Inclusive of the April time
6 period, the July time period that encompasses
7 the e-mail that we discussed earlier, and
8 then in subsequent involvement that I had
9 with the Epstein account, Mr. Staley was
10 involved every step of the way.

11 Q. Was there a point when
12 Ms. Erdoes became increasingly involved in
13 the Epstein relationship?

14 A. In 2011? I just don't recall
15 that happening.

16 Q. Was there any point in time
17 where Ms. Erdoes became increasingly involved
18 in managing the Epstein relationship?

19 A. Well, I know when Mr. Staley
20 left the firm, at that point, I'm quite sure
21 that Ms. Erdoes became more involved than she
22 would have been previously.

23 Q. So you have no recollection of
24 Ms. Erdoes being involved in the Epstein
25 relationship before Mr. Staley left the firm?

1 or the other whether you were having
2 one-on-one phone calls with Ms. Erdoes about
3 the Epstein relationship in this same time
4 frame?

5 A. I don't remember doing that,
6 and I would think I would remember if I did,
7 but I don't remember it.

8 But I see this, and I
9 certainly -- I have no reason to doubt that I
10 sent this e-mail that says, "I would like to
11 put it," meaning the litigation, "and him,"
12 meaning Epstein, "behind us. Not a person we
13 should do business with, period."

14 And I communicated that to
15 Ms. Erdoes in this e-mail.

16 Q. And Mr. Staley was not copied?

17 A. He was not.

18 Q. You testified, I think, that
19 you remember a couple of conversations with
20 Mr. Staley from 2011, one in the March, April
21 time frame, and then one in the latter part
22 of the year when he asked you to meet with
23 Mr. Epstein.

24 Is that right?

25 A. Let me just make sure I'm clear

1 about this.

2 I think in the March, April
3 time period there were two conversations:
4 one in which Mr. Staley asked that we call
5 Mr. Epstein's lawyer, and then a subsequent
6 conversation in which I relayed my advice to
7 Mr. Staley that we should exit the account.
8 So call that the early 2011 time period.

9 And then later in 2011, at
10 Mr. Staley's request, I met with Mr. Epstein.
11 That was -- the request was, would you please
12 hear him out. Again, to be clear, the
13 request was from Mr. Staley was, would I
14 please hear out Mr. Epstein.

15 Q. And you don't recall any
16 conversations with Mr. Staley in July of 2011
17 around the time period of these settlement
18 discussions?

19 A. I don't. It's possible that I
20 had one or more, but I don't have a specific
21 recollection.

22 Q. What do you recall specifically
23 about the conversation in late 2011?

24 MR. EDELMAN: Which one?

25 MR. WARREN: The one you had

1 you expressed to them about the Gates
2 Foundation arrangement?

3 A. I think I need to consult with
4 JPMorgan's lawyers on privilege before I can
5 answer that question.

6 MR. EDELMAN: Okay.

7 MR. WARREN: Okay.

8 MR. GAIL: Do you want to come
9 back? Do you want to skip and do
10 other stuff, or do you want to break
11 and do this?

12 MR. WARREN: Let's go to the
13 subsequent conversation about meeting
14 with Mr. Epstein, and then we'll come
15 back to the Gates Foundation.

16 THE WITNESS: Okay.

17 QUESTIONS BY MR. WARREN:

18 Q. So what do you recall about
19 that request to meet with Mr. Epstein in the
20 second half of 2011?

21 A. Again, I remember those words,
22 "would you please hear him out."

23 And I -- the -- again, the
24 frame for this conversation was, I think --
25 I, Mr. Staley, think that we should maintain

1 an account for Mr. Epstein. Why don't you
2 hear him out.

3 That's the essence of the
4 conversation as I recall it.

5 Q. Your recollection is that he
6 reiterated at that time specifically that he
7 thought the bank should maintain a
8 relationship with Epstein?

9 A. Yes. In one -- in one way or
10 another, that was the context for the request
11 that I hear out Mr. Epstein.

12 Q. Why did he want to maintain
13 that relationship as expressed to you?

14 A. I think Mr. -- as I understood
15 it at the time, Mr. Staley simply thought --
16 again, I'm repeating what I said earlier, and
17 I think what Mr. Staley expressed earlier in
18 the year, he paid his debt to society, he is
19 trusted by a lot of people. It was in the
20 frame of, gee, it would somehow be unfair for
21 JPMorgan to jettison the Epstein account, and
22 won't you hear him out.

23 Q. Did he say specifically what
24 Epstein was -- wanted to talk to you about?

25 A. I actually don't remember. I

1 don't remember that. It's possible he did,
2 but I don't remember him saying, he wants to
3 tell you about X, Y or Z.

4 Q. And was your understanding at
5 the time that this was Mr. Staley's idea that
6 you sit down with Epstein or was this
7 Epstein's idea?

8 A. I don't remember. I don't
9 remember whether I thought it was -- and
10 Mr. Staley thought -- clearly thought it was
11 a good idea. I don't -- I don't remember
12 whether I thought, gee, this was initiated by
13 Mr. Epstein or it was initiated by
14 Mr. Staley. I can't remember.

15 Q. Why do you say he clearly
16 thought it was a good idea?

17 A. He wanted me to do it.

18 Q. Why do you know he wanted you
19 to do it as opposed he's passing along a
20 request from Epstein?

21 MR. EDELMAN: Objection to
22 form.

23 THE WITNESS: The clear
24 sentiment that I got, in words or
25 substance, was, I'd like you to do

1 this. I think he deserves a hearing.

2 QUESTIONS BY MR. WARREN:

3 Q. And you subsequently met with
4 Mr. Epstein?

5 A. I did.

6 Q. How many times?

7 A. I know I met with him in person
8 once. I then had a follow-up that I -- I
9 just can't remember whether that follow-up
10 was in person or over the phone.

11 Q. And what did you ultimately
12 conclude after those meetings?

13 A. I concluded that I thought that
14 we should exit the account.

15 Q. Did you communicate that to
16 Mr. Staley?

17 A. I did.

18 Q. When?

19 A. Following the second meeting.

20 Q. Which was when?

21 A. I want to say a month after the
22 first meeting, thereabouts. It could have
23 been six weeks, two months.

24 Q. In late 2011?

25 A. I think so.

1 Q. And when you communicated that
2 view to Mr. Staley, what did he say?

3 A. I don't remember. I know he
4 didn't agree with my view. I just -- it
5 doesn't -- I can't -- I can't sum it up what
6 he said or communicated to me at that time.

7 Q. Do you remember anything about
8 that conversation?

9 A. I remember saying, I haven't
10 changed my mind. I think it's a bad idea. I
11 would not keep him as a client.

12 I don't remember if Mr. Staley
13 said, that's outrageous. I doubt he --
14 that's not -- that's not the way Jes would
15 speak. I don't remember what he communicated
16 in response.

17 I know he didn't agree with my
18 advice.

19 Q. Did he tell you why he was
20 seeking your advice?

21 A. At that point? I don't -- I
22 don't think so. I -- no, he did not.

23 Q. Did you tell Mr. Staley -- what
24 specifically did you tell him about
25 off-boarding Mr. Epstein? Did you tell him

1 the bank should do it? The bank needed to do
2 it?

3 A. I'm certain that I would have
4 said, I don't think we should maintain this
5 account. I don't think I would have said, we
6 are required to exit this account.

7 Q. After that conversation with
8 Mr. Staley, when was the next discussion you
9 had with him about Mr. Epstein?

10 A. I don't recall having another
11 one.

12 Q. So that may have been your last
13 conversation with Mr. Staley about
14 Mr. Epstein?

15 A. It may have been. It's
16 possible I had a subsequent one; I just don't
17 remember it.

18 Q. You don't have any specific
19 recollection of either e-mail or voice
20 communications with Mr. Staley about Epstein
21 in 2012 or 2013?

22 A. No, I do not. And if there was
23 an e-mail, I suspect you would have it.

24 Q. What happened with the Epstein
25 relationship in 2012?

1 exit the account.

2 I don't know what Mr. Staley
3 did at that point, and I don't remember
4 why -- or what happened to cause the account
5 to remain open for 2012 and into 2013.

6 Q. In 2011, both early 2011 and
7 late 2011 when you had these conversations
8 with Mr. Staley about the Epstein
9 relationship --

10 A. Uh-huh.

11 Q. -- in either of those
12 conversations, did you tell Mr. Staley that
13 the bank must off-board the Epstein
14 relationship?

15 A. I don't think I would have put
16 it that way. I don't think I at the time
17 would have said, gee, there's a legal
18 requirement that we off-board this account or
19 there's a legal impediment to maintaining the
20 account.

21 My view was, based on the
22 reputation associated with Mr. Epstein's
23 account and reputation risk associated with
24 the account, that we shouldn't. But I don't
25 think I would have said, we must not.

1 Q. You never communicated to
2 Mr. Staley or anyone else that you were
3 revoking your approval for the account,
4 correct?

5 A. I don't even think I thought
6 about the -- that as a thing.

7 Q. Why not?

8 A. Well, the approval was what it
9 was. Now we were looking at the account for
10 reputation risk reasons.

11 Q. What additional factors, you
12 know, weighed into your approval of him under
13 the felon policy in addition -- besides
14 reputational risk factors?

15 A. I'm sorry, back in 2008?

16 Q. Well, under the felon approval
17 policy at the bank, what was your
18 understanding of the factors that you were
19 supposed to consider in deciding whether to
20 approve a convicted felon?

21 A. I'm not sure I understand the
22 question.

23 I'm going to say this --

24 MR. EDELMAN: Okay. Why don't
25 we get a new question that you

1 understand.

2 THE WITNESS: Okay.

3 QUESTIONS BY MR. WARREN:

4 Q. You testified earlier that
5 you're familiar with the bank's felon
6 approval policy, right?

7 A. Correct.

8 Q. And under that policy, you were
9 required, or the chief risk officer was
10 required, to approve a relationship with a
11 convicted felon, correct?

12 A. Correct.

13 Q. What was your understanding of
14 the factors that you or the chief risk
15 officer were supposed to consider in deciding
16 whether to give that approval?

17 A. I think it was pretty
18 open-ended.

19 Q. What --

20 A. I mean, the policy itself
21 didn't lay out factors. No one ever said to
22 me, you must consider X or Y or Z.

23 Q. What are the factors that you
24 actually considered when making that
25 determination under the policy?

1 A. Back in 2008, I just don't
2 remember. I just don't remember.

3 Q. Was it -- do you think it would
4 have been something beyond reputational risk
5 factors?

6 MR. GAIL: Objection.

7 THE WITNESS: I don't know.

8 QUESTIONS BY MR. WARREN:

9 Q. Had the reputational risk
10 situation materially changed from 2008 to
11 2011?

12 A. I believe it had, actually.
13 The media coverage increased significantly.
14 The number of lawsuits that Mr. Epstein had
15 settled.

16 Q. You had the authority at that
17 time to revoke the approval that you had
18 given in 2008, correct?

19 MR. GAIL: Objection.

20 THE WITNESS: I don't know
21 where you're getting that from.

22 QUESTIONS BY MR. WARREN:

23 Q. You don't think you had the
24 approval to revoke -- you had the authority
25 to revoke your approval?

1 A. Again, I think that the -- as I
2 understood this policy, the requirement was
3 that the GC or chief risk officer approve at
4 the time of the -- of the conviction, or at
5 the time the account was entering the firm, I
6 suppose, if it were a previous conviction,
7 but didn't contemplate that you would, like,
8 have forever more a veto power over the
9 account. That's not how I understood the
10 policy. It certainly didn't get presented to
11 me that way.

12 And so the -- in 2011, the
13 question was, did we think that this was --
14 from a reputation risk perspective, did we
15 think it was okay to maintain that account.
16 And my view was, I didn't. And I
17 communicated that.

18 Q. You didn't understand the felon
19 approval policy to give you and the chief
20 risk officer veto power over accounts
21 relating to convicted felons?

22 A. Forever more?

23 MR. EDELMAN: Objection. Form.

24 THE WITNESS: No, I did not.

25 If that's what the policy

1 contemplated, it would have said that.

2 QUESTIONS BY MR. WARREN:

3 Q. Well, the policy doesn't say
4 anything about a one-time approval either,
5 does it?

6 A. Well --

7 MR. GAIL: Objection.

8 MR. EDELMAN: Objection to
9 form.

10 THE WITNESS: You know, I think
11 that's what the policy means.

12 QUESTIONS BY MR. WARREN:

13 Q. That's how you interpreted the
14 policy?

15 MR. EDELMAN: Objection to
16 form.

17 QUESTIONS BY MR. WARREN:

18 Q. That's how you interpreted the
19 policy?

20 A. I never understood --

21 MR. EDELMAN: Well, do you have
22 the policy in front of you?

23 THE WITNESS: I don't.

24 MR. EDELMAN: Is this --

25 THE WITNESS: Yeah.

1 MR. EDELMAN: You may want to
2 take a look at the policy.

3 THE WITNESS: Okay. I actually
4 don't have that.

5 MR. EDELMAN: Is it -- do I
6 have it?

7 THE WITNESS: Is this the copy?

8 MR. GAIL: It's Cutler 5.

9 MR. EDELMAN: It's page 7.

10 THE WITNESS: Yeah, I -- as I
11 read this, I would say it does not
12 contemplate that you -- that one
13 serving in the role as general counsel
14 or chief risk officer has forever
15 more, after a decision is made to
16 accept a client, to then reject the
17 client based on this policy.

18 QUESTIONS BY MR. WARREN:

19 Q. Is there language in here that
20 you read to provide for a one-time approval
21 and no subsequent re-approval?

22 A. I -- it doesn't say anything
23 about re-approval, and it contemplates the
24 approval. I would naturally read that to be
25 a one-time approval.

1 And I would also add, by
2 practice, it simply didn't work the way
3 you're suggesting. No one on any client came
4 to me and said, ah, okay, now you should
5 withdraw your approval, and if you don't
6 reapprove, we can't do the account. Or you
7 should revoke your approval. No one ever
8 suggested that to me.

9 Q. So your understanding in 2011
10 was that you did not have the authority to
11 off-board the Epstein account?

12 A. Not based on the considerations
13 that were framed for me and at issue in 2011,
14 no. I didn't have that singular authority.

15 Q. If you believed that the
16 business was making a decision inconsistent
17 with the best interests of JPMorgan, what in
18 your mind was the proper recourse?

19 MR. GAIL: Objection. Form.

20 THE WITNESS: As a hypothetical
21 matter?

22 Yeah. If the business
23 disagreed with me about a judgment
24 that I had, it -- the recourse that I
25 had might depend on the nature of the

1 issue at hand.

2 And again, if -- you know,
3 there invariably would be times where
4 the business wouldn't necessarily
5 agree with my judgment, and I'd say,
6 okay. I mean, I suppose you do that
7 every day as a lawyer, too. There are
8 times when you will say, well, I think
9 this, but I understand. If you want
10 to do something else, you can do it.
11 It's not illegal. I wouldn't do that.

12 You might -- you know, along
13 the spectrum, you might say, you know,
14 absolutely not. Over my dead body.
15 You might say, it's illegal, in which
16 case I think I would have the final
17 word.

18 But, you know, again, there may
19 be occasions where you would say, I
20 understand; we have a difference; I
21 think this; you think differently.

22 There might be an occasion
23 where I would say, I think this, you
24 think differently, and, you know, I'm
25 going to do something about that

1 because I think differently.

2 There might be an occasion

3 where I'd say, I think differently

4 because I think it's unlawful.

5 QUESTIONS BY MR. WARREN:

6 Q. In the context of reputational
7 risk concerns, there could be reputational
8 risks that you considered so grave that you
9 would escalate your concerns to someone else,
10 fair?

11 A. I could. I don't remember
12 circumstances where that occurred, but I
13 suppose I could.

14 I mean, you could escalate any
15 issue.

16 Q. Your concerns with the Epstein
17 relationship, fair to say, weren't so
18 significant that you thought it was worth
19 escalating them above Mr. Staley and
20 Ms. Erdoes?

21 A. I wouldn't characterize it that
22 way, but I -- in fact, I didn't escalate it.
23 I understood that someone could have a
24 different view than I had. I articulated a
25 strong view, that I didn't think we should do

1 it.

2 I couldn't say to Mr. Staley, I
3 think what you're doing is illegal, and I
4 didn't think it was -- at the time, based on
5 what I knew, I didn't think it was
6 absolutely, incredibly, awfully the worst
7 decision ever made. I understood that he
8 could have a different view, and he did.

9 Q. And you thought that his view
10 was not so unreasonable that it warranted
11 escalating it to someone else?

12 A. I don't remember escalating it.
13 I understood that he had a different view
14 than I did, and I didn't think it was crazy.
15 I disagreed with it, and I told him I
16 disagreed with it.

17 Q. Did you talk to Ms. Erdoes
18 about her views on whether the relationship
19 should be off-boarded?

20 A. Again, I don't remember a
21 direct communication, but you pointed out the
22 e-mail in which I clearly expressed that
23 sentiment. I don't remember having an actual
24 in-person or on-the-phone dialogue about it.
25 I just don't remember. It's possible that I

1 to try to find that document so I can remind
2 myself.

3 Q. Of course. It was Cutler 31.

4 A. Okay. Yep. I got it. Hold
5 on.

6 Q. And I apologize. I said a few
7 days. It's three weeks later.

8 A. Okay.

9 Q. But you don't have any
10 recollection one way or the other of whether
11 Ms. Erdoes became more involved in the
12 Epstein relationship in the weeks and months
13 after Ms. Staley {sic} said he was going to
14 step back?

15 MR. EDELMAN: Objection to
16 form.

17 THE WITNESS: Well, I don't
18 actually know that Mr. Staley said he
19 was going to step back. And I know
20 Mr. Staley didn't step back.

21 I don't know if Ms. Erdoes
22 stepped up her involvement, and I
23 don't know whether this communication
24 or series of e-mails I had with
25 Ms. Erdoes relates to whether we were

1 going to maintain the account or what
2 our position was on settling
3 litigation with Mr. Epstein. I just
4 don't -- or something else. I just
5 don't know.

6 QUESTIONS BY MR. WARREN:

7 Q. And your basis for saying that
8 Mr. Staley didn't step back from the Epstein
9 relationship after April of 2011 is that you
10 had -- is that he came to you in late 2011
11 and asked you to speak with Mr. Epstein at
12 Mr. Epstein's request?

13 A. Certainly that. I also don't
14 remember him ever saying to me, I'm out. I'm
15 not going to participate in the Epstein
16 relationship.

17 And I certainly, now having
18 seen some of the e-mail communications, don't
19 see an e-mail response from him to any
20 communication that I'm sending about Epstein
21 saying, please don't copy me on these because
22 I want nothing to do with this.

23 So I had no indication that
24 Mr. Staley ever somehow recused himself or
25 removed himself from the Epstein account.

1 Q. So your testimony is that if
2 Mr. Staley were stepping back, he should have
3 told you not to copy him on any future
4 correspondence?

5 A. He sure should have.

6 MR. EDELMAN: Objection.

7 Objection to the form.

8 THE WITNESS: Yes, he should
9 have. That is my view.

10 If he -- if he was somehow
11 recusing himself or was not to be
12 involved, then he should have said,
13 I'm out on this. Don't include me in
14 these e-mails.

15 QUESTIONS BY MR. WARREN:

16 Q. Where does the word "recuse"
17 come from?

18 A. Well, I just gave it to you.

19 Q. Okay.

20 A. But, look, if he was somehow
21 removing himself from consideration of the
22 account, the disputes that JPMorgan had with
23 the account, I would expect that he would
24 say, I am not to be involved.

25 Q. But you don't know one way or

1 the other whether he was in actuality
2 deferring to the judgment of Ms. Erdoes or
3 others about what to do with the Epstein
4 account?

5 MR. EDELMAN: Objection to
6 form. Asked and answered at length.

7 THE WITNESS: It was my
8 impression that he was not deferring
9 to anybody, but actually in some ways
10 he was putting his stamp on the
11 question of whether we should -- how
12 we should interact with Mr. Epstein.

13 So I had the impression that
14 was the opposite of removal from
15 consideration or deference to others.

16 QUESTIONS BY MR. WARREN:

17 Q. And the basis for the statement
18 you just made is that in late 2011 he asked
19 you to speak with Mr. Epstein?

20 MR. GAIL: Asked and answered.

21 THE WITNESS: Among other
22 things.

23 QUESTIONS BY MR. WARREN:

24 Q. What were the other things?

25 A. Yeah. I remember --

1 MR. EDELMAN: Asked and
2 answered.

3 THE WITNESS: -- communications
4 during the summer that he was involved
5 in about the Gates Foundation, about
6 litigation, and I just do not have any
7 recollection of his -- of his somehow
8 stepping away or stepping back, or use
9 whatever formulation you want to. I
10 didn't think he was ever doing that.

11 QUESTIONS BY MR. WARREN:

12 Q. If Mr. Staley didn't need your
13 approval for the Epstein relationship, why
14 did you understand he was coming to you for
15 your views in 2011?

16 A. You'll have to ask Mr. Staley
17 that.

18 Q. I'm asking what was your
19 understanding at the time of why Mr. Staley
20 was coming to you, if your approval didn't
21 matter.

22 A. Well, I think my advice should
23 have mattered, and maybe he was concerned
24 that I would, in fact, at some point say,
25 absolutely not, you cannot, not you should

1 that you were relying on?

2 In other words --

3 A. I think I understand the
4 question. I think I relied on Mr. -- look,
5 I trusted Mr. Staley. You asked me before
6 did I have reason to believe Mr. Staley would
7 lie. Or -- those aren't your exact words,
8 but in substance, I did not.

9 I think I relied on, you know,
10 Mr. Staley's sense of the client because
11 Mr. Staley was in close -- had a close
12 relationship with him.

13 I think I relied on
14 Mr. Staley's view that it was important that
15 Mr. Epstein had all of these relationships
16 with others in the world at large. You know,
17 I think I used the shorthand before, sort of
18 important people in the financial sector who
19 placed their trust in Mr. Epstein. I mean,
20 that came directly from Mr. Staley.

21 I don't remember Mr. Staley
22 saying to me, you know, X or Y or Z, except
23 that at some point Mr. Staley said, look, he
24 has -- not in words, but in substance, he's
25 turned a corner. He's turned a page. He

1 served his time.

2 I mean, I -- you know, would
3 you characterize those as facts? I don't
4 know. But, you know, Mr. -- it was important
5 to me that Mr. Staley felt quite strongly, in
6 a way that I thought was genuinely felt by
7 him, that Mr. Epstein had served his
8 sentence, paid his debt to society, was now
9 doing the -- was on the straight and narrow
10 and, again, had all of these other people who
11 relied on him.

12 Q. But you ultimately disagreed
13 with Mr. Staley's views of Mr. Epstein,
14 right?

15 A. I did.

16 Q. So is it fair to say that you
17 considered Mr. Staley's views, as you just
18 expressed, but ultimately didn't rely on them
19 and rejected them?

20 A. No, I don't think -- well, at
21 the end of the day, I disagreed with
22 Mr. Staley.

23 Did I -- was it -- was it
24 unimportant to me that Mr. Staley thought,
25 this is someone we should do business with?

1 THE WITNESS: I did rely on his
2 views.

3 Again, I reached a judgment
4 that was not the same judgment that
5 Jes reached. But did I rely on his
6 views? Absolutely I did, and I think
7 quite appropriately.

8 He was a respected member of
9 the operating committee. He had run
10 the asset management business. He
11 had -- he was running the investment
12 bank. He knew this client.

13 So those views were important
14 to me and I think formed an important
15 backdrop for my ultimate advice, even
16 though, again, it wasn't the advice
17 that Jes would have wanted to hear and
18 even though it was a conclusion that
19 Jes didn't agree with.

20 QUESTIONS BY MR. WARREN:

21 Q. Would your ultimate advice have
22 been different if Mr. Staley hadn't expressed
23 his own personal views about the Epstein
24 relationship?

25 A. It might have been, actually.

1 Q. How so?

2 A. Because it might have been a
3 stronger articulation of the advice.

4 Or let me actually put it this
5 way. If Jes had not had a strong view about
6 maintaining Epstein as a client, we simply
7 wouldn't have done it, period. They wouldn't
8 have needed to come to me at all.

9 Q. Right.

10 My question is --

11 A. The only reason I was involved
12 at all is that Jes felt so strongly that we
13 should continue to do business with
14 Mr. Epstein. That's why -- that's why people
15 came to me.

16 Q. My question is whether your
17 ultimate -- your view of Mr. Epstein would
18 have been any different had Jes not expressed
19 his own views.

20 MR. GAIL: Asked and answered.

21 MR. WARREN: Asked.

22 THE WITNESS: No, I think I --
23 I think I've also answered the
24 question. I think it might have
25 affected the -- you know, how far

1 along the spectrum the "we should not
2 do business" would have gone.

3 QUESTIONS BY MR. WARREN:

4 Q. So there was some conceivable
5 world in which you may have insisted that
6 Epstein be removed as a client in 2011?

7 A. I think if there was no one at
8 the bank who was willing to stand up and
9 vouch for the guy, I think we would have
10 exited the account. I do.

11 And Jes Staley was vouching for
12 him.

13 (Perry Exhibits 30 and 31
14 introduced.)

15 QUESTIONS BY MR. WARREN:

16 Q. I'm going to show you two
17 documents which were previously marked as
18 Exhibits 30 and 31 in the Bonnie Perry
19 deposition.

20 A. I know we took a break not long
21 ago, Mr. Warner, but after -- and I don't
22 need to do it while these documents are in
23 front of me, but after we get through these
24 two documents, I'd love a bathroom break.

25 Q. That's fine.